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BIOANALYTICA CODE OF BUSINESS ETHICS AND CONDUCT

1. Introduction

1.1 About the Code

BioAnalytica S.A. (hereinafter referred to as “**BioAnalytica**” or the “**Company**”) adopted, pursuant to the resolution of its Board of Directors dated 21/07/2023 (BoD Resolution No. 205/21.07.2023), a Code of Business Ethics and Conduct, as subsequently amended and revised and currently in force as follows (hereinafter referred to as the “**Code**”).

The purpose of this Code is to promote a common corporate culture within the **Company**, encouraging conduct based on best business ethics and professional behavior principles, applicable legislation, and the ten (10) universally accepted principles of the United Nations Global Compact in the areas of human rights, labour standards, environmental protection, and anti-corruption.

This Code sets out the fundamental principles, rules, and values that shape the framework of our activities and govern our daily conduct and business practices. Collectively, these principles and rules describe:

- the conduct expected from all employees of the **Company**, irrespective of their position within its organizational hierarchy;
- the manner in which we conduct our business activities with customers, suppliers, and business partners.

The objective of the Code is to guide us in decision-making when dilemmas arise regarding the appropriate course of action and the proper handling of matters related to business ethics principles and standards.

The Code further reflects the **Company’s** commitment to complying with the requirements of ISO 37001:2025 relating to Anti-Bribery Management Systems. The Greek Criminal Code adopts broad definitions for bribery offences and distinguishes between bribery in the Public Sector (Articles 236 and 237) and bribery in the Private Sector (Article 396). For this reason, the Company is committed to complying with the requirements of the aforementioned standard.

It is the obligation of all Company employees to read, understand, and comply with this Code. For the purposes of this Code, an “employee” means any individual engaged by BioAnalytica on a full-time or part-time basis. Compliance with this Code is also required from the members of the Company’s Board of Directors and from every individual cooperating with the **Company**.

Although the Code provides a broad range of guidance on appropriate business conduct, it does not cover every possible circumstance and cannot foresee every situation that employees of the **Company** may encounter.

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The Code shall be communicated to every employee upon commencement of employment with the **Company** and shall constitute an integral part of their contractual relationship with the Company. The Code shall also be communicated to business partners and other persons cooperating with the Company.

Any questions concerning this Code should be addressed to the employee's Director/Supervisor and the Human Resources Manager.

This Code has been prepared by the Quality Department in cooperation with the Company's Human Resources Manager. Any amendment to or deviation from this Code requires approval by the Board of Directors.

The version of the Code currently in force shall be published on the Company's official website.

1.2 Scope of Application

Compliance with the values, principles, and rules set out in this Code is a collective responsibility of the entire management and workforce of the **Company**, ensuring that all employees, subcontractors, suppliers, and business partners of the Company follow and apply them.

All employees across all areas of the Company's operations must conduct themselves in accordance with these principles, values, and rules and actively uphold them.

2. Our Culture

2.1 Our Values

Honesty-Integrity

Beyond any personal interest and in all our business and professional relationships, we act with honesty and integrity, safeguarding the interests of the **Company**, promoting transparency and open communication regarding the services we provide, drawing upon our specialized expertise and long-standing experience.

Confidentiality

We are committed to the proper use and protection of confidential information relating to the Company, our customers, business partners, suppliers, and employees, and we do not disclose such information except where required by law or ordered by a competent court or regulatory authority.

Equality

We respect diversity and promote equal opportunities in the workplace.

Objectivity

We treat our people with objectivity, eliminating bias, conflicts of interest, and any undue influence by third parties on our professional judgment.

We value flexibility, innovation, and entrepreneurial spirit and embrace diverse viewpoints expressed in a constructive and professional manner.

Fair Business Practices

We do not compete unfairly, we respect our competitors, and we apply fair business practices.

Creativity

We foster creativity and innovation in all our activities and encourage the development of new solutions and ideas that add value and improve the quality of our services.

Accountability

We act responsibly, guided by our shared values and being fully aware of the responsibilities arising from our decisions and conduct.

Respect for Society and the Environment

We recognize our environmental responsibility and act in ways that reduce the impact of our activities on the environment.

We respect society, refrain from actions that could cause harm, and support contributions to the communities in which we operate.

2.2 Our Responsibilities

We recognize that:

Toward Our Shareholders, we have a responsibility to safeguard and protect their investment.

Toward Our Customers, we have a responsibility to provide high-quality services.

Toward Our Employees, we have a responsibility to respect their rights, compensate them under fair and competitive terms, and encourage their participation in the planning and control of their work.

Toward Our Suppliers and Business Partners, we have a responsibility to pursue mutually beneficial relationships.

Toward Society, we have a responsibility to conduct our business activities in compliance with the law and with due regard to our role as members of society, promoting sustainable development and adhering to Health, Safety and Environmental Protection requirements.

In addition, the **Company's** Directors and Managers shall:

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- Demonstrate ethical conduct and act in accordance with the principles of business ethics and integrity.
- Foster an environment of honesty and transparency, where employees feel comfortable discussing concerns and reporting potential compliance issues.
- Take prompt action regarding employee concerns and reports of potential violations and respond without delay when guidance is requested.
- Ensure the continuous education and training of employees on ethics and compliance matters.
- Receive and respond to employee inquiries concerning the principles of this Code, as well as the Company's Values, Policies and Procedures.

2.3 Compliance with the Law

Our primary consideration in all our business decisions and activities is compliance with the applicable national legislation of the country in which we operate, European Union legislation, and any applicable supranational regulations governing various aspects of our business activities.

More specifically, compliance includes adherence to the following laws and regulatory requirements:

- Laws relating to Safety, Quality and Efficiency.
- Laws governing Advertising and Promotion.
- Data Protection Laws.
- Anti-Corruption Laws.
- Environmental Health and Safety Laws.
- Competition Laws.
- Anti-Bribery Laws.

We are also committed to complying with the **SEIV Code of Ethical Professional Practice (2017)** and the **SEIV Code of Conduct (2014)** issued by SEIV (Hellenic Association of Medical and Biotechnological Products Industry Companies).

Respect for and compliance with the law constitutes an obligation for all of us in the performance of our duties. Ignorance of the law is not considered an excuse. In particular, we are required to stay informed on matters relating to the execution of our work.

3. Our Relationships with Third Parties

3.1 Shareholders

Through the Board of Directors, we ensure the provision of all necessary information and assistance regarding the lawful exercise of Shareholders' Rights. We safeguard Shareholders' information rights in accordance with the provisions of Law 4548/2018. Transparency and integrity towards our Shareholders are protected through our established control mechanisms and internal procedures.

3.2 Business Partners and Suppliers

The **Company's** relationships with partners, suppliers and subcontractors across the entire spectrum of its activities must be conducted in compliance with the law and the principles of Fairness, Transparency, Trust, Honesty and Integrity. Furthermore, all business partners, suppliers and subcontractors are expected to adopt and uphold the Company's Values and comply with all applicable laws.

Accordingly, we are required to:

- Apply appropriate due diligence procedures and controls when selecting business partners, suppliers and subcontractors in order to assess their integrity, quality, suitability and reliability, and to ensure that they possess the expertise, capability, credibility and authorization required to perform the assigned activities with competence and professionalism.
- Ensure that all agreements with business partners, suppliers and subcontractors are made in writing, clearly specifying the goods and services provided as well as the remuneration/ fees payable, (which agreements) must be consistent with market and competition principles, applicable legislation and under conditions of transparency and impartiality.

3.3 Customers

Integrity and Honesty

In all our relationships with customers, we apply best practices and standards of ethical and professional conduct.

- We act with the highest levels of professional integrity, honesty and consistency in all our professional and business relationships.
- We prioritize the satisfaction of our customers' needs.
- We strive for the continuous improvement of the quality of our services.
- We demonstrate willingness, and courtesy in our communications with customers.

Mutual Respect

We build (our relationships with customers) on the foundation of mutual respect.

- We strive for meaningful and open communication with them, providing assistance whenever necessary.
- We aim to achieve optimal cooperation and high-quality service delivery, relying on our specialized expertise and longstanding experience.

4. Our Relationships with Colleagues and Employees

4.1 General Principles

Respect for Colleagues

We are committed to:

- Promoting respect, honesty and integrity in our interactions with one another.
- Encouraging and respecting diversity, valuing different perspectives and experiences, and supporting open and two-way communication in a spirit of adaptability, cooperation and compromise.
- Building relationships based on understanding and trust, demonstrating mutual respect in practice and respecting the Company's organizational hierarchy.
- Encouraging criticism made in good faith with the aim of personal development and performance improvement.

Health and Safety

Compliance with Occupational Health and Safety rules in the workplace is essential for the protection of human life.

All relevant risks are continuously monitored, and all necessary preventive measures are taken to protect against workplace accidents and occupational illnesses. The Company maintains First Aid facilities, an Occupational Health Physician and a Safety Technician and additionally provides private health insurance coverage to all employees.

Forced Labour and Child Labour

Child labour is defined as the employment of any person below the minimum age permitted under applicable national legislation.

We do not engage in or tolerate any form of forced labour or child labour.

4.2 Equal Opportunity Policy

We foster a corporate environment founded on the principles of equality, respect for individual rights, and appreciation of diversity—irrespective of gender, age, sex, nationality, or physical abilities, as well as culture, religion, family status, experience, and personal views.

We treat all current employees and job applicants fairly and equitably, ensuring equal opportunities for growth, development, and advancement within the **Company**.

No form of discrimination or harassment in the workplace is tolerated. Accordingly, we are required to comply with all applicable legislation relating to equal employment opportunities, including laws addressing discrimination, harassment, and unfair treatment in the workplace.

4.3 Performance Evaluation

We provide equal development opportunities based on each employee's performance, abilities, and skills.

We evaluate the performance of our subordinates in order to provide appropriate guidance and support and to enhance their professional skills and competencies.

Employee selection, recruitment, and training processes are based on criteria related to:

- Qualifications and effectiveness.
- Experience and knowledge.
- Interest, and creativity.
- Other criteria relevant to the specific position and scope of work.

4.4 Harassment in the Workplace

Harassment is defined as any conduct that may be offensive, aggressive, violate or undermine an individual's dignity and sensitivity, and/or result in the isolation of an employee.

Any form of harassment is strictly prohibited and conduct constituting harassment which violates the personality, and personal integrity of the affected individual and/or creates an intimidating, hostile or degrading, work environment (e.g. physical, sexual, psychological, verbal or other form of harassment), is not tolerated.

4.5 Disclosure of Information and Corporate Image

The image of the **Company** is directly linked to the conduct demonstrated by each of us. Therefore, we are required to act in the best interests of the **Company** and to conduct ourselves consistently with our values in our daily professional activities.

Accordingly, we shall not express opinions and/or make statements, whether orally or in writing, on behalf of the **Company** unless we have received prior authorization to do so. Furthermore, we shall not comment on matters that fall outside the scope of our competence.

We shall not use printed or electronic media bearing the **Company's** logo to communicate personal opinions or activities.

Unauthorized expression of opinions or judgements (disclosure of information) may damage the reputation, credibility, and image of the **Company**.

We do not disclose any information or data relating to the **Company** that is not publicly available.

Where cooperation with judicial authorities is required, we shall cooperate fully and always in consultation with and with the assistance of the Company's Legal Counsel.

Social Media

With regard to the use of social media, we should adhere to the following principles:

- We should exercise particular caution when expressing opinions and personal beliefs and should not create, in any manner, the impression that such opinions represent the views of the **Company** or are directly or indirectly associated with it.
- We recognize that the way we present ourselves reflects not only on our personal image but also on the image of the **Company**.
- We must not transmit or publish information relating to the **Company**, particularly confidential information or trade secrets acquired through our employment. We must also refrain from engaging in unauthorized discussions concerning the Company's business activities or internal procedures.
- We must not publish or disseminate offensive content or inappropriate comments concerning the **Company** or our colleagues.
- Any such incidents that come to our attention must be reported to the Human Resources Manager.

Public Speaking and Signed Publications

We shall inform and obtain approval from Management:

- Prior to participating as speakers in any presentation or event where we will attend as representatives of the **Company**, in order to obtain guidance and supporting materials where necessary.
- Prior to publishing any signed statement, article, communication, or press release, to ensure that the content does not conflict with the strategic direction of the **Company** and does not jeopardize its reputation.

We avoid expressing opinions or responding to inquiries that fall outside our area of expertise.

Crisis Management

In order to minimize the negative effects of any potential crisis, appropriate measures should be taken to ensure:

- Consistent communication messages to all parties involved.
- The implementation of appropriate measures to minimize or prevent communication between unauthorized employees and the media.
- Timely and clear responses to requests of the interested parties whenever required.

5. Regulatory Compliance Issues

5.1 Conflict of Interest

Definition

A conflict of interest arises when an employee is called upon to serve his or her own interests (financial, professional, personal and/or other interests), or the interests of a person (natural or legal) directly or indirectly connected to him or her through a relationship of control, in a manner that competes with the interests of the **Company**.

In our dealings with customers, suppliers, subcontractors and competitors, it is the responsibility of each of us to act in the best interests of the **Company** and to identify and/or avoid situations that may lead to any form of conflict of interest.

General Principles

We avoid any conflict of interest, as well as any appearance of a conflict of interest, as such situations may compromise the credibility of the **Company**.

We conduct our personal affairs and any activities outside the **Company** in a manner that does not conflict, and does not appear to conflict, with the interests of the **Company**.

We disclose to our immediate supervisor or to the Human Resources Manager:

- Existing conflict of interest situations.
- Any relationship or significant financial interest we may have in persons or companies with which the **Company** conducts business and which could give rise to a conflict of interest.
- Any other circumstances that may potentially create a conflict of interest.

We also disclose any situation in which a relative is employed by, provides services to, or holds a significant financial interest in a competitor, supplier, customer, or any other business with which the **Company** has significant dealings.

Where we perform managerial /administrative duties, we are required to inform the Human Resources Manager of any business or professional activities, arrangements, agreements or collaborations that could result in a conflict between our personal interests and those of the **Company**.

The duty of loyalty, the obligation to avoid conflicts of interest and the prohibition of competition applicable to members of the Board of Directors are provided for and regulated by law (Articles 97 and 98 of Law 4548/2018) and by the Articles of Association of the Company.

Special attention shall be exercised by members of the Board of Directors, who may participate, either on their own behalf or on behalf of third parties, in companies pursuing purposes similar to those of the **Company**, subject always to the provisions and limitations of the applicable legislation.

5.2 Bribery & Corruption

Definitions

Corruption:

Corruption is the abuse of entrusted power for personal gain and includes, in addition to bribery, extortion, fraud, and money laundering. Any corrupt business conduct is obviously condemned by the **Company** and shall result in the sanctions provided for by applicable law.

Bribery:

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Bribery consists of the solicitation, receipt, offer, promise, or provision of money or any other undue and improper advantage to or from an employee of a company, whether in the public or private sector, or to a Public Official, for the purpose of securing a commercial or personal advantage.

The term “advantage” may include, indicatively, personal favors, entertainment, and gifts. Bribery constitutes a breach of corporate trust, and the harm caused is generally greater than the material value of the specific bribe involved.

Bribery is classified as **Active Bribery** and **Passive Bribery**.

- **Active Bribery:** The promise, offer or provision to an employee of an unjustified, undue and improper advantage in order to induce such employee to act or refrain from acting in matters relating to, and/or in breach of, his or her duties.
- **Passive Bribery (Bribe-Taking):** The request for or acceptance by an employee of an unjustified, undue and improper advantage in order to act or refrain from acting in matters relating to, and/or in breach of, his or her duties.

We are strictly prohibited from offering, promising or providing any monetary payment or other improper advantage to a Public Official, other public body and/or third party, as well as from requesting or accepting such an advantage, for the purpose of securing or retaining business, obtaining a commercial advantage, or receiving preferential treatment. This prohibition also applies to all persons acting on our behalf.

The commission of a bribery offence in the course of our duties may result in civil and criminal liability under applicable legislation and constitutes grounds for disciplinary action and/or a valid reason for termination of our employment with the **Company**. Where such offence is committed by a person holding a managerial position or authority to represent the Company, legal sanctions may also be imposed on the **Company** itself.

Public or Government Officials

“**Public or Government Officials**” include government employees of any state, including employees of any state-owned or state-controlled entity, as well as persons acting on behalf of a public international organization. A **Public Official** also includes any person elected to public office or standing as a candidate for such office, officers or employees of political parties, and any other person acting in an official capacity on behalf of a political party.

Facilitation Payments

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We do not make facilitation payments under any circumstances, even where failure to do so may result in commercial delays. Such payments may include offering or making small payments to low-ranking government officials in order to obtain new business, secure, expedite, or facilitate routine actions.

More generally, during any business negotiation or transaction, our conduct must never aim at unlawfully and/or improperly influencing decisions of Public Officials or public administration employees in order to affect an outcome.

Political Activities

We operate in a socially responsible manner within the framework of the law while pursuing our business objectives. We respect our colleagues' active participation in political activities and their involvement in matters of public interest.

However, any activity involving active participation in politics must be undertaken outside the scope of employment with the **Company**, and it must be made clear that such political activities reflect personal views and are not connected with the **Company**. The **Company** does not support or oppose any political party, organization, or their representatives.

Political Contributions

We do not provide financial support, contributions, or donations to political parties, political organizations, or their representatives.

Donations and Sponsorships

As part of our commitment to society and within the framework of our Corporate Social Responsibility initiatives, the **Company** may support, without consideration and in the form of donations, scientific, research, educational, cultural, environmental, charitable, and other related activities conducted for legitimate purposes.

The **Company** may also support through sponsorships scientific and/or research activities (such as conferences, workshops, symposia, seminars, and lectures) and related events for legitimate purposes, thereby contributing to their implementation and success, in exchange for the promotion and visibility of the Company and its products and services.

Donations and sponsorships may be questioned if they are perceived as seeking to obtain an improper advantage. Therefore, every donation or sponsorship must be transparent, recorded in the Company's books and records, and appropriately documented.

As a **Company**, we provide donations and sponsorships only to recognized organizations, institutions, or initiatives following appropriate review and evaluation, without any expectation of securing or maintaining a business relationship or obtaining any improper advantage.

6. Use of Information and Data

6.1. Confidentiality and Data Protection

We maintain the confidentiality of all confidential information relating to the **Company's** business activities. Confidential information includes all non-public financial, technical, or business information, such as, but not limited to, management processes and procedures, organizational matters, know-how, business and financial plans, cost information, tender and bid data, employee information, customer information, and supplier information. At the same time, we must protect the confidentiality of the personal data of all employees, as well as the information and data entrusted to us by third parties.

The use or disclosure of such information is prohibited unless required by law or authorized for legitimate business purposes, and always subject to the final approval of Management.

When using information systems, we must exercise particular care regarding confidentiality, data protection, and information security. Unauthorized access to, copying of, and/or reproduction of data by any technical means is prohibited.

6.2. BioAnalytica's Assets

The **Company's** assets and resources must be managed responsibly. Company assets include both tangible assets (facilities, machinery and other equipment, computer hardware and software, furniture, etc.) and intangible assets (trade secrets, patents, trademarks, intellectual property, information, etc.), as well as assets belonging to third parties.

Customer, subcontractor, and supplier lists, information relating to contracts, technical or commercial practices, technical offers submitted in the context of tenders, studies, and, more generally, all information and data to which we have access in the course of performing our duties constitute **Company** assets. Our obligation to protect these intangible assets continues even after our employment with the **Company** ends.

We do not appropriate **Company** assets for personal benefit or use, nor do we disclose or make them available to third parties outside the **Company**.

Telecommunication systems and internal networks are **Company** assets and must be used solely for the performance of our work. The use of these systems for unlawful purposes, including the transmission of racist, sexually explicit, or harassing messages, is prohibited. We are required to safeguard all relevant

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access credentials and refrain from any unauthorized reproduction or copying of the software used by the **Company**, as well as from any unlawful use of such software.

We exercise particular care to prevent loss, damage, unnecessary expenses, or misuse of **Company** assets.

6.3. Financial Reporting

We are committed to the accuracy of our financial reporting and to the proper and accurate disclosure of the Company's financial information.

All of the **Company's** financial transactions are recorded and reported in accordance with generally accepted accounting principles and standards while the accounting records reflect accurately, truthfully, and fairly in a way that is not misleading the nature of transactions. We provide timely and truthful information characterized by transparency, relevance, completeness, objectivity, and accuracy.

7. Fair Competition

We are committed to ensuring that all our activities are conducted within the framework of healthy and fair competition and in strict compliance with all applicable laws in the jurisdictions in which we operate. Any practices constituting unfair competition must be avoided.

Practices that constitute unfair competition may expose the **Company** to significant financial penalties and may adversely affect its reputation.

We must refrain from any conduct that could be construed as unfair competition under the applicable legal framework. Any proven violation of competition laws may result in civil and criminal liability under applicable legislation and may also lead to the termination of employment or any other contractual relationship with the **Company**.

In the event of any doubt regarding the legality of any communication, agreement, commercial practice, or business activity, we shall seek advice from the Company's Legal Counsel.

8. Environmental Policy

The **Company** continuously strives to minimize the adverse environmental impacts arising from its services and activities. To this end, it implements practices aimed at the continual improvement of its environmental performance.

9. Reporting Violations of the Code

If we become aware of violations of this Code, internal regulations, or applicable provisions, we are required to report them, either through an identified or anonymous report. We are also required to report any incident that may develop into a threat to human life, safety, the environment, or the assets of the **Company**. We encourage the submission of identified reports, as these can be investigated more effectively.

We are obliged to report serious irregularities, omissions, or criminal acts that come to our attention and concern employees or external business partners of the **Company** to our Supervisor and to the Human Resources Manager.

A fundamental and non-negotiable principle of the **Company** is the protection of anonymity and the confidentiality of the identity and information of individuals submitting such reports, as well as their protection against any adverse treatment.

We take all necessary measures to maintain the confidentiality of the reporting person's identity and the information provided, disclosing such information only where required by applicable law or where such disclosure is unavoidable for the purpose of conducting an effective investigation and implementing appropriate corrective measures.

Reports may include, indicatively, incidents involving:

- Theft and Misappropriation.
- Fraud, Threats, and Extortion.
- Forgery and Use of Forged Documents.
- Corruption and Bribery.
- Misuse of Company Assets and Abuse of Authority.
- Misrepresentation of Data or Information.
- Breaches of Confidentiality and Violations of Company Policies.
- Violations of the Legislative Framework applicable to the Company.
- Unethical Conduct, Insulting Behaviour.
- Defamation and other related misconduct.

10. Effectiveness of the Code

This Code is binding on all of us, regardless of our date of employment or engagement with the **Company**. Where, in the course of performing our duties, we interact with suppliers and customers, we are required to make them aware of this Code and, where appropriate, encourage and require their compliance with its principles and provisions.

This Code shall enter into force immediately upon its approval by the Company's Board of Directors, following which it shall be published on the Company's official website. The Code shall be reviewed periodically and amended whenever deemed necessary.

In all cases, the most recent version of the Code published on the Company's official website shall be deemed the valid and effective version.